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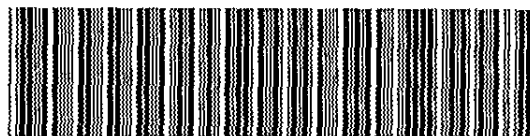
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TALLAHASSEE, FLORIDA

J. BRYAN AUG 22 2003

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August 19, 2003

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Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

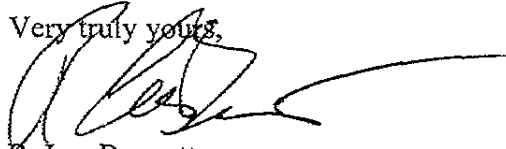
Re: Articles of Organization for Bite My Beef Products II, LLC
Client-Matter No. 130392-1

Dear Sir/Madam:

Please find enclosed Articles of Organization for Bite My Beef Products II, LLC, which we ask that you file. Also enclosed is our Firm check number 187534 in the amount of \$125.00 to cover the filing and Resident Agent fees.

Should you have any questions or concerns regarding the foregoing, please contact me directly at the above listed number.

Very truly yours,


R. Lee Bennett

RLB:FHM:csm

Enclosure

cc: Mr. Errol Shuster

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

Bite My Beef Products II, L.L.C.

The undersigned, for purposes of forming a limited liability company under the Florida Limited Liability Act., Fla. Stat. Chapter 608, hereby makes, acknowledges and files the following Articles of Organization:

ARTICLE I – NAME

The name of the limited liability company shall be:

Bite My Beef Products II, L.L.C.

ARTICLE II – ADDRESS

7855 Talavera Place
Delray Beach, FL 33446

ARTICLE III – DURATION

The company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these Articles of Organization or in the Regulations.

ARTICLE IV – REGISTERED AGENT, OFFICE AND
REGISTERED AGENT'S SIGNATURE

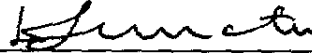
The name and the Florida street address of the registered agent of the company in the State of Florida are:

Errol Shuster
7855 Talavera Place
Delray Beach, FL 33446

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete

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performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.



Registered Agent's Signature **Errol Shuster**

ARTICLE V – CAPITAL CONTRIBUTIONS

Capital Contributions in the amount of \$ 1,000.00 shall be paid to the Limited Liability Company by the members in equal shares. Additional contributions will be made as required for investment purposes as determined by unanimous consent of the members. Members will make contributions in equal shares.

ARTICLE VI – ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members or as provided in the Regulations.

ARTICLE VII – ADMISSION OF NEW MEMBERS

Except as set forth in the Regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the Regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company, or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VIII – MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by a majority vote of all the remaining members.

ARTICLE IX – MANAGEMENT

This limited liability company is reserved to be managed by one or more managers and is, therefore, a manager-managed company. The initial manager's name and address are as follows:

Errol Shuster
7855 Talavera Place
Delray Beach, FL 33446

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IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Boca Raton, Florida on Aug. 12, 2003.

Errol Shuster
Errol Shuster, Member and Organizer

STATE OF FLORIDA
COUNTY OF Palm Beach

The foregoing instrument was acknowledged before me this 12th day of August 2003, by Errol Shuster, who is personally known to me or has produced a driver's license as identification.



CANDACE R. KORN
MY COMMISSION # DD 193119
EXPIRES: April 16, 2007
Bonded Thru Budget Notary Services

Candace R Korn
Signature of Notary

Print name of Notary
My Commission Expires:

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